

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 1964 & 2176

**REVISED CERTIFICATION OF COUNSEL REGARDING NOTICE OF FILING OF
EIGHTH POST-CLOSING DESIGNATION NOTICE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On January 2, 2025, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (the “**Sale Order**”).²

2. On January 27, 2025, pursuant to the Sale Order, the Debtors filed the *Notice of Filing of Eighth Post-Closing Designation Notice* [D.I. 1964] (the “**Notice**”). Attached

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein are used as defined in the Sale Order.

as Exhibit A to the Notice was the *Amended Notice of Designation of Designated Asset* from Gordon Brothers Retail Partners, LLC (“**GBRP**”) that designated eight of the Debtors’ unexpired leases of nonresidential real property (the “**Leases**” on the “**Lease Schedule**”) for assumption by the Debtors and assignment to the identified purchasers,³ and identified the landlord associated with each Lease (collectively, the “**Landlords**”).

3. Attached as Exhibit D to the Notice was a proposed form of order (the “**Proposed Order**”) approving the assumption and assignment for the Leases of stores 547, 1624, 4341, 4430, 4647 & 4742, and fixing the Cure Costs at the amounts set forth on Exhibit B to the Notice.

4. Pursuant to the Notice, objections to the assumption and assignment of the Leases were to be filed no later than February 24, 2025, at 4:00 p.m. (ET).

5. On February 20, 2025, DKR Investments, LLC filed the *Objection of Regency Centers, L.P. to Debtors’ Proposed Cure Amount and Assumption and Assignment of Lease to Madesa, Inc.* [D.I. 2036], relating to Store #4258, located at 11247 SW 40th Street Miami, Florida 33165.

6. On February 24, 2025, Town N’ Country Plaza, LLC f/k/a Town N’ Country Plaza, L.P. filed the *Limited Objection of Town N’ Country Plaza, LLC F/K/A Town N’ Country Plaza, L.P. to Debtors’ Notice of Filing Eighth Post-Closing Designation Notice [D.I. 1964] and Reservation of Rights* [D.I. 2065], relating to Store #547, located at 7565 W. Hillsborough Avenue Tampa, Florida 33615. On February 26, 2025, the Debtors rejected the Lease of Store #547 pursuant to the *Sixteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (and the Abandonment of Property)* [D.I. 2100].

³ By store number, the eight designated Leases are as follows: 547, 1624, 4258, 4341, 4430, 4647, 4742 and 5132.

7. On February 24, 2025, Steger Towne Crossing, LP filed the *Objection of Steger Towne Crossing, LP to Notice of Filing of Eighth Post-Closing Designation Notice with Respect to Adequate Assurance of Future Performance and Proposed Cure* [D.I. 2066], relating to Store #4742, located at 2855 Ridge Road Rockwall, Texas 75032 (collectively with D.I. 2036, the “**Cure Objections**”).

8. On March 2, 2025, the Debtors filed the *Certification of Counsel Regarding Order Approving Assumption and Assignment of West Deptford Lease* [D.I. 2160], relating to Store #5132, located at 1075 Mantua Pike, West Deptford, NJ 08096-3910.

9. The Cure Objections relate to two of the eight Leases listed on the Notice (the “**Unresolved Leases**”). The Debtors have removed the Unresolved Leases and the Lease for Store #4341 from the Lease Schedule while the Debtors and GBRP continue negotiations with the respective Landlords. The Lease for Store #5132 has also been removed from the Lease Schedule because it is subject to a separate certification of counsel, and the Lease for Store #547 has been removed because it was rejected (the “**Modified Lease Schedule**”).

10. Pursuant to paragraphs 45 and 46 of the Sale Order, the fourteen (14) day period for the Landlords of Stores #1624, #4430, and #4647 to file objections with the Court to the relief set out in the Proposed Order has expired, and the Debtors previously filed the *Certification of Counsel Regarding Notice of Filing of Eighth Post-Closing Designation Notice* [D.I. 2176].

11. The Debtors have modified the proposed form of order, attached hereto as **Exhibit 1**, to clarify that the Debtors will not abandon third party property and to remove the representation that the Debtors are unaware of any third parties with interests in the FF&E (as defined in the Proposed Order). A redline of the Proposed Order against the previous order is attached hereto as **Exhibit 2**.

12. For the convenience of the Court and all parties in interest, a redline comparing the Modified Lease Schedule to the Lease Schedule is attached as **Exhibit 3** hereto.

13. The Debtors, GBRP, the assignees and the Landlords have reviewed the Proposed Order and have agreed to its entry.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order at its earliest convenience.

[Signature page follows]

Dated: March 13, 2025
Wilmington, Delaware

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